

File on or before May 1, 1999 or Limited Liability Company will be subject to a \$ 400.00 LATE FEE.

LIMITED LIABILITY COMPANY ANNUAL REPORT 1999		 FLORIDA DEPARTMENT OF STATE <b>Katherine Harris</b> Secretary of State DIVISION OF CORPORATIONS		FILED SECRETARY OF STATE DIVISION OF CORPORATIONS  99 APR 28 PM 4:20	
FILING FEE \$ 188.75		Annual Report \$100.00 + \$88.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE			
1. Name and Mailing Address of Limited Liability Company  LEVINE VENTURES L.C. 4558 KIRKMAN ROAD ORLANDO FL 32811		DOCUMENT # L98000001454		1a. Principal Place of Business Address  4558 KIRKMAN ROAD ORLANDO FL 32811	
2. Principal Place of Business  Suite, Apt. #, etc. <i>Same</i>  City & State <i>Same</i>  Zip Country		2a. Mailing Address  Suite, Apt. #, etc. <i>Same</i>  City & State  Zip Country		3. Date Organized or Qualified 08/14/1998  3a. State of Formation FL	
		4. FEI Number		<input checked="" type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
		5. Date of Last Report		6. Certificate of Status Desired \$8.75 Additional Fee Required <input type="checkbox"/>	
7. Name and Address of Current Registered Agent  MARDER, MICHAEL E ESQ. C/O GREENSPOON, MARDER, ET AL 135 WEST CENTRAL BLVD., SUITE 1100 ORLANDO FL 32801			8. Name and Address of New Registered Agent/Office  Name  Street Address (P.O. Box Number is Not Acceptable)  Suite, Apt. #, etc.  City State Zip Code FL <i>MA</i>		
9. Pursuant to the provisions of Sections 608.416 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.					
SIGNATURE _____ (Registered Agent Accepting Appointment) (NOTE: Registered Agent's signature required when reconstituted) DATE _____					
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MGRM	LEVINE, GERALD M	4558 KIRKMAN ROAD		ORLANDO FL	
000002870270-2 -05/11/99 -01002--020 ****188.75 ****188.75					
11. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes; and that my name appears in Block 10, or on an attachment with an address.					
SIGNATURE: <i>Gerald M Levine</i> 4/15/99					